

**COLELLA & WEIR, P.L.L.**

**Attorneys for Wallover Oil Hamilton, Inc.**

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**Jeffrey H. Weir II (Motion for admission pro hac vice pending)**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	
	:	Chapter 11
DELPHI CORPORATION, <i>et al.</i> ,	:	
	:	Case No. 05-44481 (RDD)
Debtors.	:	(Jointly Administered)
	:	
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**WALLOVER OIL HAMILTON, INC.'S RESPONSE**  
**TO DEBTORS' SECOND OMNIBUS OBJECTION (PROCEDURAL)**  
**PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR.**  
**P. 3007 TO CERTAIN (I) EQUITY CLAIMS, (II) CLAIMS**  
**DUPLICATIVE OF CONSOLIDATED TRUSTEE OR**  
**AGENT CLAIMS, AND (III) DUPLICATE AND AMENDED CLAIMS**  
**("SECOND OMNIBUS CLAIMS OBJECTION")**

Wallover Oil Hamilton, Inc. ("Wallover"), by and through counsel, for its response to the Second Omnibus Objection to Claims, etc. (the "Objection") filed by Debtor Delphi Corporation, the other debtors and debtors-in-possession in the above-referenced case (collectively, the "Debtors") respectfully states as follows:

1. On or about March 23, 2006, Wallover filed four (4) separate proofs of claim (collectively, the "Original Proofs of Claim") against Debtor Delphi Corporation. The Original Proofs of Claim arise from certain goods sold to and/or services provided to Debtor Delphi Corporation by Wallover and are in the amounts of \$5454.90, \$5382.70, \$19,677.00 and \$8265.75

, respectively. The Original Proofs of Claim have been designated as Claim Nos. 2392-2395.

2. On or about March 24, 2006, Wallover filed four (4) proofs of claims (collectively, the “Amended Proofs of Claim”) against Debtor Delphi Corporation. The Amended Proofs of Claims have been designated as Claim Nos. 2396-2399. The Amended Proofs of Claim were filed in the same amounts as the Original Proofs of Claim and were based on the same transactions as each of the Original Proofs of Claim. The Amended Proofs of Claim amended the Original Proofs of Claim solely by attaching documents evidencing the amount asserted in each of the proofs of claim. The Original Proofs of Claim failed to provide any supporting documentation for Wallover’s claims.

3. In the Objection, Debtors object to the Amended Proofs of Claim on the grounds that the same are “duplicate and amended” of the Original Proofs of Claim. Accordingly, Debtors request the entry of an order disallowing the Amended Proofs of Claim.

4. To the extent that the Original Proofs of Claim and the Amended Proofs of Claim are filed in the same amounts and arise from the same transactions, Wallover agrees that the claims are properly described by Debtors as “duplicate.” However, as the Amended Proofs of Claim include documentation supporting each of Wallover’s respective claims, the Amended Proofs of Claim are proper and should not be disallowed. In recognition of the “duplicative” nature of the proofs of claim, Wallover will withdraw the Original Proofs of Claim.

5. If the Court were to grant the relief requested in the Objection, then the Original Proofs of Claim subsequently may be subject to objection based on the absence of any documentation supporting the claims asserted therein. See Objection, p. 15 (para. 32). This documentation was timely provided in the Amended Proofs of Claim. Thus, the relief requested in

the Objection would promote neither the interests of justice nor judicial economy.

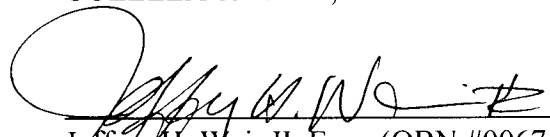
6. Any reply to this Response may be delivered to the undersigned, at the address sated. The undersigned also has authority to reconcile, settle or otherwise resolve matters relating to the proofs of claim.

WHEREFORE, PREMISES CONSIDERED, Wallover Oil Hamilton, Inc. requests that this Court deny the relief requested in the Objection as to the Amended Proofs of Claim (Claim Nos. 2396-2399) on the grounds that these proofs of claim attach the documentation supporting the respective claims and grant Wallover such other and further relief, at law or in equity, to which it may be entitled.

DATED: November 22, 2006

RESPECTFULLY SUBMITTED,

COLELLA & WEIR, P.L.L.

  
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*(Motion for admission pro hac vice pending)*  
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ATTORNEYS FOR WALLOVER OIL  
HAMILTON, INC.

**CERTIFICATE OF SERVICE**

The undersigned certifies that a true and correct copy of the foregoing was served via overnight delivery upon the following on this the 22<sup>nd</sup> day of November, 2006:

Delphi Corporation  
5725 Delphi Drive  
Troy, MI 48098  
Att'n: General Counsel

Skadden, Arps, Slate, Meagher & Flom LLP  
333 West Wacker Drive, Suite 2100  
Chicago, IL 60606  
Att'n: John Wm. Butler, Jr.

Simpson Thacher & Bartlett LLP  
425 Lexington Avenue  
New York, NY 10017  
Att'n: Kenneth S. Ziman

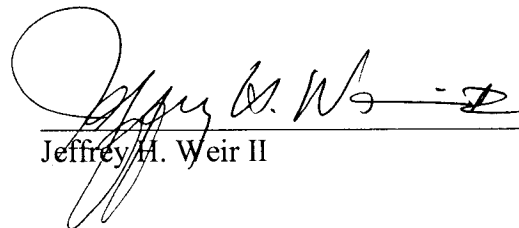
Davis Polk & Wardwell  
450 Lexington Avenue  
New York, NY 10017  
Att'n: Donald Bernstein and Brian Resnick

Latham & Watkins LLP  
885 Third Avenue  
New York, NY 10022  
Att'n: Robert J. Rosenberg and Mark A. Broude

Fried, Frank, Harris, Shriver & Jacobson LLP  
One New York Plaza  
New York, NY 10004  
Att'n: Bonnie Steingart

Office of the United States Trustee for the  
Southern District of New York  
33 Whitehall Street, Suite 2100  
New York, NY 10004  
Att'n: Alicia M. Leonhard

Honorable Robert D. Drain  
U.S. Bankruptcy Judge  
U.S. Bankruptcy Court for the  
S.D. of New York  
One Bowling Green, Room 610  
New York, NY 10004

  
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Jeffrey H. Weir II